

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re: :  
: Chapter 11  
WORLD KITCHEN, INC., : Jointly Administered  
a Delaware corporation, et al., : Case No. 02-B21257  
:   
Debtors. : Honorable Jack B. Schmetterer

**ORDER AND NOTICE SETTING TIME TO FILE CLAIMS**

The above-captioned debtors and debtors in possession (collectively, the "Debtors") (directly or through their agents) are directed to serve a copy of this Order on all of the Debtors' known creditors or potential creditors by **August 26, 2002**, and thereafter file a proof of service with the Clerk of Court.

**Petition Date:** The Debtors' bankruptcy cases were filed on **May 31, 2002** (the "Petition Date").

**General Bar Date:** All claims against the Debtors that arose prior to the Petition Date must be asserted on a completed proof of claim form received by the Debtors' claims and noticing agent, Logan & Company, Inc. ("Logan"), no later than 5:00 p.m., Eastern Time, on **November 1, 2002**, except as provided herein.

**Government Bar Date:** Claims of any governmental unit against the Debtors that arose prior to Petition Date must be asserted on a completed proof of claim form received by Logan no later than 5:00 p.m., Eastern Time, on **December 2, 2002**.

**Filing Address for All Proofs of Claim:** All proofs of claim must be filed with the Debtors' claims and noticing agent at the following address: **Logan & Company, Inc., 546 Valley Road, Upper Montclair, New Jersey 07043, Attention: World Kitchen Claims Processing Department. Proofs of claim submitted by facsimile or e-mail will not be accepted.**

**You are advised that you must rely upon your own inspection of the Debtors' schedules of assets and liabilities (collectively, the "Schedules") or advice of counsel to determine whether you have a claim against the Debtors. For additional information regarding the filing of proofs of claim, please see the additional information attached hereto as Exhibit 1 and incorporated herein by reference.**

**Proof of Claim Form:** For your convenience, a copy of a proof of claim form is attached hereto as Exhibit 2 and identifies the treatment of your claim, if any, in the Schedules.

**Consequences of Failure to File a Proof of Claim:** Pursuant to Rule 3003(c)(2) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), any entity that is required to file a proof of claim in these chapter 11 cases pursuant to the Bankruptcy Code, the Bankruptcy Rules or this Order with respect to a particular claim against a Debtor, but that fails to do so in a timely manner by the applicable bar date set forth above, shall be forever barred, estopped and enjoined from: (a) asserting any claim against the Debtors that the entity has that (i) is in an amount that exceeds the undisputed, noncontingent liquidated amount, if any, that is identified in the Debtors' Schedules on behalf of such entity or (ii) is of a different nature or a different classification than any claim identified in the Schedules on behalf of such entity (any such claim being referred to herein as an "Unscheduled Claim"); or (b) voting upon, or receiving any distribution under, any plan or plans of reorganization in these chapter 11 cases in respect of an Unscheduled Claim.

A hearing to establish the deadline for the Debtors to file objections to filed and scheduled claims shall be held on November 25, 2002 at 11:30 a.m., Central Time, in Courtroom No. 682, United States Courthouse, 219 South Dearborn Street, Chicago, Illinois.

Dated: August 19, 2002

/s/  
UNITED STATES BANKRUPTCY JUDGE

## **EXHIBIT 1**

### **ADDITIONAL INFORMATION REGARDING THE FILING OF PROOFS OF CLAIM**

#### **Who Must File a Proof of Claim**

The following entities must file proofs of claim by the general bar date or the government bar date (as applicable):

- any entity whose prepetition claim against a Debtor is not listed in the applicable Debtor's Schedules or is listed as "disputed," "contingent" or "unliquidated" and that desires to participate in any of these chapter 11 cases or share in any distribution in any of these chapter 11 cases; and
- any entity that believes that its prepetition claim is improperly classified in the Schedules or is listed in an incorrect amount and that desires to have its Claim allowed in a classification or amount other than that identified in the Schedules.

#### **Entities Not Required to File a Proof of Claim**

The following entities are not required to file proofs of claim by the general bar date or the government bar date (as applicable):

- any entity that already has properly filed a proof of claim against one or more of the Debtors;
- any entity (a) whose claim against a Debtor is not listed as disputed, contingent or unliquidated in the Schedules and (b) agrees with the nature, classification and amount of its claim as identified in the Schedules; and
- any of the Debtors or their nondebtor subsidiaries that hold claims against one or more of the Debtors.

#### **No Requirement to File Proofs of Interest**

Any entity holding an interest in any Debtor (an "Interest Holder"), which interest is based exclusively upon the ownership of common or preferred stock in a corporation, a general or limited partner interest in a limited partnership, a membership interest in a limited liability company or warrants or rights to purchase, sell or subscribe to such a security or interest (any such security or interest being referred to as an "Interest"), need not file a proof of interest on or before the general bar date; provided, however, that Interest Holders who wish to assert claims against any of the Debtors that arise out of or relate to the ownership or purchase of an Interest, including claims arising out of or relating to the sale, issuance, distribution or redemption of the Interest, must file proofs of claim on or prior to the general bar date.

#### **Filing Proofs of Claim Against Multiple Debtors; Requirement to Identify Debtor**

Any Entity asserting Claims against more than one Debtor must file a separate proof of claim with respect to each such Debtor. In addition, any Entity filing a proof of claim must identify on its proof of claim form the particular Debtor against which its Claim is asserted. Any proofs of claim filed in the joint administration case number in these chapter 11 cases (World Kitchen, Inc. Case No. 02-B21257) shall be deemed filed only against Debtor World Kitchen, Inc.

#### **Other Instructions**

Additional instructions regarding the filing of proofs of claim are set forth on the enclosed proof of claim form.

UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF ILLINOIS		<b>PROOF OF CLAIM CHAPTER 11</b>	
<b>WORLD KITCHEN, INC., et al., Jointly Administered CASE NO. 02-B21257</b>			
Name of Debtor Against Which You Assert Your Claim:  (See List of Names on Reverse Side)	Case Number:  (See List on Reverse Side)	<u>Your Claim Is Scheduled As Follows:</u>  	
Note: This form should not be used to make a claim for an administrative expense arising on or after May 31, 2002, the date of commencement of the Debtors' bankruptcy cases. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.			
A. Name and address of Creditor (The person or entity to whom the debtor owes money or property):  WKI-23841-TR-03 EPA REGION 5 ENVIRONMENTAL PROTECTION AGENCY 77 WEST JACKSON BLVD CHICAGO IL 60604-3507	<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach a copy of statement providing details.  <input type="checkbox"/> Check this box if you have never received any notices in this case.		
B. Please add or amend creditor information here. (Check box if): <input type="checkbox"/> replaces address above <input type="checkbox"/> additional address	Telephone Number _____  Fax Number _____  Tax Identification or Social Security Number _____		
Company/Firm: _____  Attention: _____  Address: _____			
Account or Other Number by Which Creditor Identifies Debtor:	Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated _____		
Basis For Claim:			
<input checked="" type="checkbox"/> Goods sold to debtor(s) <input type="checkbox"/> Personal injury/property damage <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Services performed for debtor(s) <input type="checkbox"/> Severance agreement <input type="checkbox"/> Wages, salaries and compensation (fill out below) <input type="checkbox"/> Goods purchased from debtor(s) <input type="checkbox"/> Refund <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal property lease      Your Social Security No. _____ <input type="checkbox"/> Taxes <input type="checkbox"/> Real property lease      Unpaid compensation for services performed <input type="checkbox"/> Other _____ <input type="checkbox"/> Other contract      From: _____ to _____ <div style="text-align: right;">(date)                  (date)</div>			
2. Date Debt Was Incurred:		3. If claim is based on a court judgment, date obtained:	
4. Total amount of prepetition claim that arose prior to May 31, 2002: \$ _____ If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below. <input type="checkbox"/> Check this box if your claim includes interest or other charges in addition to the principal amount of the claim. Attach an itemized statement of all interest or additional charges.			
5. Secured Claim: <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief description of collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____  Value of collateral: \$ _____  Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____		6. Unsecured Priority Claim: <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries or commissions (up to \$4,650), earned within 90 days before the filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier -- 11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan -- 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Up to \$2,100 of deposits toward purchase, lease or rental of property or services for personal, family or household use -- 11 U.S.C. § 507(a)(6). <input type="checkbox"/> Alimony, maintenance or support owed to a spouse, former spouse or child -- 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties of governmental units -- 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other -- specify applicable paragraph of 11 U.S.C. § 507(a)(____).	
7. Credits: The amount of all payments on account of this claim has been credited and deducted for the purpose of making this proof of claim.		This Space Is For Court Use Only	
8. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If such supporting documents are not available, explain. If the documents are voluminous, attach a summary. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed return envelope and copy of this proof of claim.			
Date: _____	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):  PrintName: _____ Title (if any): _____  Signature: _____		
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to five years, or both. 18 U.S.C. §§ 152 and 3571.			

## INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances, there may be exceptions to these general rules.

THE ORIGINAL OF THIS PROOF OF CLAIM MUST BE SENT SO THAT IT IS **RECEIVED** ON OR BEFORE **5:00 P.M., EASTERN TIME, ON NOVEMBER 1, 2002** (General Bar Date) or **DECEMBER 2, 2002** (Government Bar Date). SEND THE COMPLETED PROOF OF CLAIM FORM BY COURIER SERVICE, HAND DELIVERY OR MAIL TO: **LOGAN & COMPANY, INC., 546 VALLEY ROAD, UPPER MONTCLAIR, NEW JERSEY 07043, ATTENTION: WORLD KITCHEN CLAIMS PROCESSING DEPARTMENT.**

**PROOFS OF CLAIM SUBMITTED BY FACSIMILE OR E-MAIL WILL NOT BE ACCEPTED.**

PLEASE READ THE PROOF OF CLAIM FORM CAREFULLY AND FILL IT IN COMPLETELY AND ACCURATELY. PRINT LEGIBLY. YOUR CLAIM MAY BE DISALLOWED IF IT CANNOT BE READ AND UNDERSTOOD. THE PROOF OF CLAIM MUST BE COMPLETED IN ENGLISH. THE AMOUNT OF ANY CLAIMS MUST BE PRIOR TO MAY 31, 2002 AND MUST BE DENOMINATED IN UNITED STATES CURRENCY.

## - DEFINITIONS -

**Debtor**

The person, corporation or other entity that has filed a bankruptcy case is called the debtor.

**Creditor**

A creditor is any person, corporation or other entity to whom the debtor owed a debt on the date that the bankruptcy case was filed.

**Proof of Claim**

A form identifying the amount a creditor believes was owed to it by the debtor at the time the bankruptcy case was filed (i.e., the amount of the creditor's claim).

**Secured Claim**

A claim is a secured claim to the extent that the creditor has a lien on property of the debtor (i.e., collateral) that gives the creditor the right to be paid from that property before creditors who do not have liens on such property.

Examples of liens are mortgages on real estate and security interests in cars, trucks, boats, television sets or other items of property. A lien may have been obtained through a court proceeding before the bankruptcy case began; in some states a court judgment is a lien. In addition, to the extent a creditor also owes money to the debtor (i.e., has a right of setoff), the creditor's claim may be a secured claim. (See also *Unsecured Claim*.)

**Unsecured Claim**

If a claim is not a secured claim, it is an unsecured claim. A claim may be partly secured and partly unsecured if the property on which a creditor has a lien does not have sufficient value to satisfy the creditor in full.

**Unsecured Priority Claim**

Certain types of unsecured claims are given priority under the Bankruptcy Code and are paid in bankruptcy cases before most other unsecured claims (if there is sufficient money or property available to pay these claims). The most common types of priority claims are listed on the proof of claim form. Unsecured claims that are not specifically given priority status by the bankruptcy laws are classified as *Unsecured Nonpriority Claims*.

## ITEMS TO BE COMPLETED IN PROOF OF CLAIM FORM (IF NOT ALREADY FILLED IN)

**Name of Debtor and Case Number:**

Fill in the name of the Debtor against which you assert a claim, as well as the Case Number applicable to such Debtor. The Debtors' Names and Case Numbers are listed below:

World Kitchen, Inc.	Case No. 02-B21257
WKI Holding Company, Inc.	Case No. 02-B21258
Chicago Cutlery, Inc.	Case No. 02-B21259
CSC of Tennessee, Inc.	Case No. 02-B21260
EKCO Cleaning, Inc.	Case No. 02-B21261
EKCO Distribution of Illinois, Inc.	Case No. 02-B21262
EKCO Group, Inc.	Case No. 02-B21263
EKCO Housewares, Inc.	Case No. 02-B21264
EKCO Manufacturing of Ohio, Inc.	Case No. 02-B21265
WB of Ohio, Inc.	Case No. 02-B21266
WKI Latin America Holding, LLC	Case No. 02-B21267
World Kitchen (GHC), Inc.	Case No. 02-B21268

**Information about Creditor:**

Complete the section giving the name, address, telephone number, fax number and tax identification number or social security number of the creditor to whom the debtor owes money or property, and the debtor's account number, if any. If anyone else has already filed a proof of claim relating to this debt, or if this proof of claim replaces or changes a proof of claim that was already filed, check the appropriate box on the form. Please

**note that all future correspondence sent by Logan & Company, Inc. will be mailed to the pre-printed name and address as listed in box A on the reverse side, unless you indicate and change the address in box B also on the reverse side.**

**1. Basis for Claim:**

Check the type of debt for which the proof of claim is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the debtor, fill in your social security number and the dates of work for which you were not paid.

**2. Date Debt Incurred:**

Fill in the date when the debt first was owed by the debtor.

**3. Court Judgments:**

If you have a court judgment for this debt, state the date the court entered the judgment.

**4. Total Amount of Claim at Time Case Filed:**

Fill in the amount of the entire claim. If interest or other charges in addition to the principal amount of the claim are included, check the appropriate place on the form and attach an itemization of the interest and charges.

**5. Secured Claim**

Check the appropriate place if the claim is a secured claim. You must state the type and value of property that is collateral for the claim, attach copies of the documentation of your lien, and state the amount past due on the claim as of the date the bankruptcy case was filed. A claim may be partly secured and partly unsecured. (See DEFINITIONS, above).

**6. Unsecured Priority Claim**

Check the appropriate place if you have an unsecured priority claim and state the amount entitled to priority. (See DEFINITIONS, above). A claim may be partly a priority claim and partly a nonpriority claim if, for example, the claim is in an amount exceeding the amount given priority by the law. Check the appropriate place to specify the type of priority claim.

**7. Credits:**

By signing this proof of claim, you are stating under oath that, in calculating the amount of your claim, you have given the debtor credit for all payments received from the debtor.

**8. Supporting Documents:**

You must attach to this proof of claim form copies of documents that show the debtor owes the debt claimed or that any asserted security interests have been perfected. If these documents are too lengthy, a summary of such documents may be provided. If documents are not available, you must attach a statement explaining why they are not available.

## UNITED STATES BANKRUPTCY COURT — NORTHERN DISTRICT OF ILLINOIS

### Notice of Chapter 11 Bankruptcy Cases, Meeting of Creditors & Deadlines

Chapter 11 bankruptcy cases concerning the debtors listed below were filed on May 31, 2002.

You may be a creditor of one or more of the debtors. **This notice lists important deadlines.** You may want to consult an attorney to protect your rights. All documents filed in these cases may be inspected at the bankruptcy clerk's office at the address listed below. NOTE: The staff of the bankruptcy clerk's office cannot give legal advice.

#### See Reverse Side For Important Explanations

Debtors	Address	Case Numbers	Tax ID#
World Kitchen, Inc.	11911 Freedom Drive, Suite 600 Reston, VA 21090	02-B21257	36-3800566
WKI Holding Company, Inc.	11911 Freedom Drive, Suite 600 Reston, VA 21090	02-B21258	16-1403318
Chicago Cutlery, Inc.	11911 Freedom Drive, Suite 600 Reston, VA 21090	02-B21259	41-1462222
CSC of Tennessee, Inc.	11911 Freedom Drive, Suite 600 Reston, VA 21090	02-B21260	62-0852935
EKCO Cleaning, Inc.	11911 Freedom Drive, Suite 600 Reston, VA 21090	02-B21261	04-1499033
EKCO Distribution of Illinois, Inc.	11911 Freedom Drive, Suite 600 Reston, VA 21090	02-B21262	36-4053861
EKCO Group, Inc.	11911 Freedom Drive, Suite 600 Reston, VA 21090	02-B21263	11-2167167
EKCO Housewares, Inc.	11911 Freedom Drive, Suite 600 Reston, VA 21090	02-B21264	36-3320216
EKCO Manufacturing of Ohio, Inc.	11911 Freedom Drive, Suite 600 Reston, VA 21090	02-B21265	34-1817300
WB of Ohio, Inc.	11911 Freedom Drive, Suite 600 Reston, VA 21090	02-B21266	31-0496170
WKI Latin America Holding, LLC	11911 Freedom Drive, Suite 600 Reston, VA 21090	02-B21267	N/A
World Kitchen (GHC), Inc.	11911 Freedom Drive, Suite 600 Reston, VA 21090	02-B21268	41-0919772

## Counsel to the Debtors:

**Richard M. Cieri, Esq.**  
Jones, Day, Reavis & Pogue  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
(216) 586-3939

**Jeffrey B. Ellman, Esq.**  
Jones, Day, Reavis & Pogue  
41 South High Street  
Suite 1900  
Columbus, Ohio 43215  
(614) 469-3939

**Michelle Morgan Harner, Esq.**  
Illana N. Glazier, Esq.  
Jones, Day, Reavis & Pogue  
77 West Wacker Drive  
Suite 3500  
Chicago, Illinois 60601  
(312) 782-3939

#### Meeting of Creditors:

Date: August 6, 2002

Time: 1:30 p.m., Central Time

Location: Room 3330

Office of the U.S. Trustee  
227 West Monroe Street, Suite 3350  
Chicago, Illinois 60606-5025  
(312) 886-3320

#### Deadline to File a Proof of Claim:

**Proof of Claim must be received by the Debtors' Claims Agent by the following deadline:**

Notice of deadline will be sent at a later time.

#### Creditors May Not Take Certain Actions:

The filing of these bankruptcy cases automatically stays certain collection and other actions against the debtors and the debtors' property. If you attempt to collect a debt or take other action in violation of the Bankruptcy Code, you may be penalized.

Address of the Bankruptcy Clerk's Office:

219 South Dearborn Street  
Chicago, Illinois 60604

Clerk of the Bankruptcy Court:

Kenneth Gardner

Hours Open: 9:00 a.m. - 4:30 p.m.

Date: June 10, 2002

## EXPLANATIONS

FORM B9F (9/97)

### Filing of Chapter 11 Bankruptcy Cases

Bankruptcy cases under chapter 11 of the Bankruptcy Code (title 11, United States Code) have been filed in this court by the debtors listed on the front side, and orders for relief have been entered. Chapter 11 allows a debtor to reorganize or liquidate pursuant to a plan or plans. A plan is not effective unless confirmed by the court. You may be sent a copy of the plan(s) and a disclosure statement telling you about the plan(s), and you might have the opportunity to vote on the plan(s). You will be sent notice of the date of the confirmation hearing(s), and you may object to confirmation of the plan(s) and attend the confirmation hearing(s). Unless a trustee is serving, the debtors will remain in possession of the debtors' property and may continue to operate any businesses.

### Creditors May Not Take Certain Actions

Prohibited collection actions are listed in Bankruptcy Code § 362. Common examples of prohibited actions include contacting the debtors by telephone, mail or otherwise to demand repayment; taking actions to collect money or obtain property from the debtors; repossessing the debtors' property; and starting or continuing lawsuits or foreclosures.

### Meeting of Creditors

A meeting of creditors is scheduled for the date, time and location listed on the front side. *The debtors' representative must be present at the meeting to be questioned under oath by the United States trustee and by creditors.* Creditors are welcome to attend, but are not required to do so. The meeting may be continued and concluded at a later date without further notice.

### Claims

A Proof of Claim is a signed statement describing a creditor's claim. If a Proof of Claim form is not included with this notice, you can obtain one at any bankruptcy clerk's office. You may look at the schedules that have been or will be filed at the bankruptcy clerk's office. If your claim is scheduled and is *not* listed as disputed, contingent or unliquidated, it will be allowed in the amount scheduled unless you file a Proof of Claim or you are sent further notice about the claim. Whether or not your claim is scheduled, you are permitted to file a Proof of Claim. If your claim is not listed at all or if your claim is listed as disputed, contingent or unliquidated, then you must file a Proof of Claim or you might not be paid any money on your claim against the debtors in these bankruptcy cases. The court has not yet set a deadline to file a Proof of Claim. If a deadline is set, you will be sent another notice. *Any Proof of Claim should be filed with the claims agent appointed in these cases, Logan & Company, Inc., 546 Valley Road, Upper Montclair, New Jersey 07043.*

**U.S. ENVIRONMENTAL  
PROTECTION AGENCY**

**APR 20 2002**

**OFFICE OF REGIONAL  
COUNSEL**

### Discharge of Debts

Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See Bankruptcy Code § 1141(d). A discharge means that you may never try to collect the debt from the debtors, except as provided in the plan(s).

### Bankruptcy Clerk's Office

Any paper, *other than a Proof of Claim*, that you file in these bankruptcy cases should be filed at the bankruptcy clerk's office at the address listed on the front side. You may inspect all filings (other than Proofs of Claim), including the list of the debtors' property and debts (once filed), at the bankruptcy clerk's office or through the bankruptcy court's website at [www.ilnb.uscourts.gov](http://www.ilnb.uscourts.gov). The creditor matrix and Proofs of Claim will be available for inspection at Logan & Company, Inc.'s offices or through the debtors' website at [www.worldkitchen.com](http://www.worldkitchen.com).

### Legal Advice

The staff of the bankruptcy clerk's office cannot give legal advice. You may want to consult an attorney to protect your rights.

### Contact Information

Questions regarding notices, claims and Proofs of Claim should be directed to Logan & Company, Inc., 546 Valley Road, Upper Montclair, New Jersey 07043, Telephone: 888-663-7851. **ALL OTHER QUESTIONS regarding the debtors' chapter 11 cases should be directed to 800-721-9884 (in the U.S.) or +852-2610-2323 (outside of the U.S.).**

—Refer To Other Side For Important Deadlines and Notices—

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re:	)	
	)	Chapter 11
	)	
WORLD KITCHEN, INC., <u>et al.</u> ,	)	Jointly Administered
	)	Case No. 02-B21257
Debtor.	)	
	)	
	)	Judge Jack B. Schmetterer
	)	

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PROTECTIVE PROOF OF CLAIM OF THE UNITED STATES  
ON BEHALF OF THE UNITED STATES  
ENVIRONMENTAL PROTECTION AGENCY

1. This Proof of Claim is filed by the United States at the request of the United States Environmental Protection Agency ("EPA"). The Attorney General is authorized to make this proof of claim on behalf of the United States. This Proof of Claim relates to the liability of World Kitchen, Inc. ("Debtor") pursuant to Section 3008(h) of the Resource Conservation and Recovery Act, as amended ("RCRA"), 42 U.S.C. § 6928(h), to perform corrective actions in response to releases of hazardous wastes or hazardous waste constituents at a bakeware manufacturing facility currently owned by Debtor and located at 359 State Avenue, Ext. N.W., Massillon, Ohio (the "Facility").

2. Debtor is a profit corporation organized under the laws of the State of Delaware. Debtor is engaged in business at the Facility.

Claims Under RCRA Relating To the Facility

3. The Facility occupies approximately 13 acres of land within the City of Massillon, Stark County, Ohio. The property on which the facility is located is triangular in shape. It is bordered to the north by Newman Creek, on the west by the Penn Central Railroad and on the





east by the Baltimore and Ohio Railroad.

4. The Facility began operations in the 1940's and currently manufactures pressed and coated non-stick bakeware. Prior to the acquisition of the Facility by WKI, it was owned and operated by EKCO Housewares, Inc. ("EKCO"). American Home Products Corp. ("AHP") was EKCO's corporate parent.

5. During the time that EKCO owned the Facility, it contained a surface impoundment that had been used for treatment, storage or disposal of hazardous wastes listed or identified by the Administrator of EPA pursuant to Section 3001 of RCRA, 42 U.S.C. § 6901. However, EKCO did not submit to EPA "Part A" of its application for a permit to treat, store or dispose of hazardous wastes as required by Section 3005 of RCRA, 42 U.S.C. § 6925, and 40 C.F.R. § 270.10. Because the "Part A" application was not submitted, EKCO did not receive "interim status" as provided by Section 3005 of RCRA. Nonetheless, the interim status requirements of 40 C.F.R. Part 265 apply to facilities that treat, store, or dispose of hazardous waste even if they have not actually obtained interim status because the owner or operator did not fully comply with the requirement to submit a "Part A" application. Thus, as the owner and operator of a hazardous waste treatment, storage or disposal facility, EKCO was subject to the interim status requirements of 40 C.F.R. Part 265. As the current owner and operator of a facility that was subject to the interim status requirements, WKI is subject to the provisions of Section 3008(h) of RCRA, 42 U.S.C. § 6928(h).

6. Pursuant to Section 3008(h) of RCRA, 42 U.S.C. § 6928(h), where there has been a release of hazardous waste or hazardous waste constituents into the environment from a facility subject to interim status requirements, EPA may issue an order requiring the owner or operator of



such facility to perform corrective action or such other response measure as it deems necessary to protect human health or the environment. In addition, Section 3008(h) of RCRA, 42 U.S.C. § 6928(h), authorizes the United States to commence a civil action for appropriate relief, including a temporary or permanent injunction, against the owner or operator of such a facility.

7. Between 1980 and 1984, EKCO stored, treated or disposed of hazardous wastes including, among other things, 1,1,1-trichloroethane and trichloroethylene in a surface impoundment located along the northern property boundary adjacent to Newman Creek.

8. Hazardous wastes or hazardous constituents have been released into the groundwater and soil at the Facility. Volatile organic compounds including 1,1-dichloroethane, 1,1-dichloroethylene, cis-1,2-dichloroethylene, trans-1,2-dichloroethylene, 1,1,1-trichloroethane, trichloroethylene and vinyl chloride have been found in the groundwater monitoring wells at the Facility at levels well above the Maximum Contaminant Levels for these compounds under the Safe Drinking Water Act, 42 U.S.C. § 300f et. seq. Trichloroethylene, 1,1-dichloroethylene, 1,2-dichloroethylene (total), and/or 1,1,1-trichloroethane have been found in the soil in areas including, but not limited to, the southwestern end of the Facility, tank areas at the northern end of the Facility, a sump at production well W-10 and the northeastern area of the Facility. In addition, vinyl chloride, a degradation product of 1,1,1-trichloroethane and trichloroethylene, was found in a public drinking water well which is within one-half mile of the Facility.

9. EPA determined that the contamination referred to in the preceding paragraph poses an actual or potential threat to human health or the environment at the Facility.

10. On or about August 22, 2002, a duly delegated official of EPA issued a RCRA § 3008(h) Consent Order ("Consent Order") to WKI and AHP, directing WKI and AHP to



perform various corrective actions at the Facility. The Consent Order requires WKI and AHP to implement the remedy selected in EPA's April 23, 2001 Final Decision including: (a) air sparging of shallow groundwater and collection using soil vapor extraction (to be implemented by AHP); (b) extraction of contaminated groundwater in the bedrock aquifer and treatment by air stripping (to be implemented by AHP); (c) implementation of a groundwater monitoring program to monitor the shallow and bedrock aquifers at the facility (to be implemented by AHP); (d) well permit restrictions (to be implemented by WKI); (e) institutional controls to restrict the facility to non-residential use only (to be implemented by WKI); and (f) soil vapor extraction to treat contaminated soil (to be implemented by AHP). The Consent Order expressly reserves EPA's rights to bring an action to compel WKI to perform any work required to be performed by AHP under the Consent Order that is not performed by AHP in accordance with the provisions of the Consent Order and/or the attached Scope of Work.

11. Pursuant to Section 3008(h) of RCRA, 42 U.S.C. § 6928(h), Debtor is liable to comply with all RCRA corrective action requirements specified in the Consent Order. Pursuant to Section 3008(h) of RCRA, 42 U.S.C. § 6928(h), Debtor, as the current owner and operator of the Facility, is also liable to perform any work required to be performed by AHP under the Consent Order that is not performed by AHP in accordance with the provisions of the Consent Order and/or the attached Scope of Work.

12. To date, WKI and AHP have not implemented all the requirements of the Consent Order.

#### General Allegations

13. Certain statutory and regulatory obligations of Debtor under RCRA, including



Debtor's obligations under the Consent Order issued pursuant to Section 3008(h) of RCRA, 42 U.S.C. § 6928(h), are mandatory injunctive obligations that are not dischargeable claims within the meaning of Section 101(5) of the Bankruptcy Code. It is the United States' position that it is not required to file a proof of claim with respect to such mandatory injunctive obligations of the Debtor. Debtor and any reorganized Debtor must comply with such mandatory injunctive obligations.

14. This Proof of Claim is protective in nature as to any injunctive obligations of the Debtor under RCRA, including any mandatory injunctive obligations under the Consent Order. Court-ordered and regulatory obligations of the Debtor are mandatory injunctive obligations of the Debtor for which proofs of claim need not be filed under the Bankruptcy Code. Nevertheless, this claim is filed in protective fashion to protect the United States' rights with respect to such injunctive obligations. The United States reserves the right to take future actions to enforce any such obligations of the Debtor. Nothing in this Proof of Claim constitutes an election of remedies or a waiver of any rights of the United States.

15. The costs of Debtor's complying with the work requirements of the Consent Order are undetermined. This Proof of Claim is also filed to the extent necessary to protect the United States' rights relating to any insurance proceeds received by the Debtor relating to the Facility.

16. This Proof of Claim reflects the known liabilities of the Debtor to the United States on behalf of the United States Environmental Protection Agency. The United States reserves the right to amend this claim to assert subsequently discovered liabilities. This proof of claim is without prejudice to any right under 11 U.S.C. § 553 to set off, against this claim, debts owed (if any) to the debtors by this or any other federal agency.





17. No judgments have been rendered on any claims set forth in this Proof of Claim, and no payments have been made to the United States by the Debtor on such claims.

18. The United States has not perfected any security interest on its claims against the Debtor.

19. This Proof of Claim is filed as a general unsecured priority claim, except that the United States reserves the right to assert administrative expense priority for the cost of complying with the Debtor's injunctive obligations and for any post-petition penalties.

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